



September 28, 2012

Via email and regular mail

Carol Ropski
U.S. Environmental Protection Agency
Superfund Division
Enforcement and Compliance Assurance Branch
Enforcement Services Section 1, SE-5J
77 West Jackson Boulevard
Chicago, Illinois 60604-3590

Re: South Dayton Dump and Landfill Site, Moraine, Ohio ("Site")

Dear Ms. Ropski:

I am writing on behalf of the following companies, which are hereby responding to the "General Notice of Potential Liability" letter dated September 10, 2012 (September 10 Letter) from Jason El-Zein with regard to the above Site: Illinois Tool Works Inc. (for Hobart Corporation), NCR Corporation, and TRW Automotive (for Dayton-Walther and Kelsey-Hayes Company) (collectively Responding Companies).

The Responding Companies hereby notify the Environmental Protection Agency (EPA) that they intend to negotiate in good faith with EPA in an effort to reach an agreement, in whatever form may be appropriate, to perform or finance the response actions (Work) generally described in the September 10 Letter.

The Responding Companies are providing this good faith offer with the understanding that EPA will make vigorous efforts to include other potentially responsible parties (PRPs) as respondents under any agreement or other mechanism to perform or finance the Work. As we have discussed with EPA Region 5 personnel on several occasions, the factual record shows that many of these PRPs have contributed substantial amounts of waste to the Site. In particular, it is especially inappropriate that the Dayton Power & Light Company has avoided responsibility for its contribution to this Site, which dwarfs any contribution by the parties to this letter. Should other PRPs agree to perform or finance the Work, the Responding Companies intend to pay only their equitable share of the cost of the Work.

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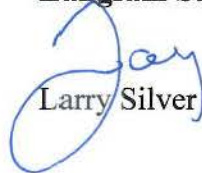
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Please be advised that absent participation by an appropriate number of additional PRPs in the Work, the Responding Companies will request that EPA seek reimbursement of its costs related to the Work from non-participating PRPs.

Sincerely,
Langsam Stevens Silver & Hollaender LLP


Larry Silver

Cc: Tom Nash, ORC (C-14J)
Steve Renninger